

February 10, 2011

UAW-Chrysler LLC
Toledo South – Paint Facility

Regional Director – Region 2B UAW

Attention: Mr. Kenneth Lortz

Dear Sir:

Effective March 1, 2011, MAGNA will turn Management of the Toledo South Paint facility over to Chrysler LLC. MAGNA represented employees will be hired by a third party, however, managed by Chrysler LLC. Consistent with the MAGNA Local Agreement: Section 3.4, Successors and Assignments, it is Chrysler's intention to carryover the conditions of the current Local Agreement, unless modified by mutual agreement between the parties. With this understanding, it is understood that there is no break in employees' service as a result of this transaction.

As a result of joint discussions, it is the intent of the parties to align the facility consistent with the principles of World Class Manufacturing. The parties agreed to work together to continue efforts to improve operational efficiency at the Toledo South Paint facility consistent with WCM.

The union agrees that Chrysler has satisfied any and all obligations under the current Local Agreement in connection with Chrysler's assignment of represented employees formerly employed by Magna to a third party to be managed by Chrysler.

Very truly yours,

CHRYSLER LLC

By P. G. Shagena

Accepted and Approved:

Region 2B, UAW

By Kenneth Lortz

